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PROPOSED COUNSEL TO DEBTORS AND DEBTORS IN POSSESSION

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

Stoli Group (USA), LLC,

Debtor.

Tax I.D. No. 99-0385602

Chapter 11

Case No.: 24-80146-swe11

(Joint Administration Requested)

In re:

Kentucky Owl, LLC,

Debtor.

Tax I.D. No. 82-0923826

Chapter 11

Case No.: 24-80147-swe11

(Joint Administration Requested)

(Emergency Consideration Requested)

**DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN ORDER
(I) DIRECTING JOINT ADMINISTRATION OF CHAPTER 11 CASES
AND (II) GRANTING RELATED RELIEF**

Stoli Group (USA), LLC (“**Stoli USA**”) and Kentucky Owl, LLC (“**KO**”), as debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the

“**Chapter 11 Cases**”) hereby file *Debtors’ Emergency Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* (this “**Motion**”). In support of this Motion, the Debtors respectfully represent as follows:

I.
JURISDICTION AND VENUE

1. The United States Bankruptcy Court for the Northern District of Texas (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b). The Debtors confirm their consent, pursuant to Rule 7008 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), to the entry of a final order by the Court.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The bases for the relief requested herein are section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”), Bankruptcy Rule 1015(b), Rule 1015-1(a) of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas (the “**Local Rules**”), and the Procedures for Complex Cases in the Northern District of Texas.

II.
BACKGROUND

4. On November 27, 2024 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors remain in possession of their property and are managing their businesses as debtors-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code. The court has not appointed a trustee, and no official committee has been established.

5. Information on the Debtors, their businesses, and a summary of the relief requested in this Motion can be found in the *Declaration of Chris Caldwell in Support of First Day Motions* (the “**First Day Declaration**”), filed concurrently herewith and incorporated herein by reference.

III. RELIEF REQUESTED

6. By this Motion, pursuant to section 105(a) of the Bankruptcy Code and Bankruptcy Rule 1015, the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Proposed Order**”), directing the joint administration and consolidation of the Chapter 11 Cases for procedural purposes only. The Debtors also request that the Court administer the Chapter 11 Cases under the case number assigned to Stoli USA and that the Clerk of the Court maintain one file and one docket—under Stoli USA—for the Chapter 11 Cases.

7. The Debtors further request that the caption of the Chapter 11 Cases be modified as follows to reflect their joint administration:

IN THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

In re:	§	
	§	Chapter 11
	§	
Stoli Group (USA), LLC, <i>et al.</i> , ¹	§	Case No.: 24-80146-swe11
	§	
Debtors.	§	(Jointly Administered)
	§	

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal identification number, are Stoli Group (USA), LLC (5602) and Kentucky Owl, LLC (3826). The Debtors’ address is 135 East 57th Street, 9th Floor, New York City, New York.

8. In addition, the Debtors request the Court to direct that a separate docket entry be made on the docket of the chapter 11 case for Stoli USA, substantially as follows:

An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1(a) of the Local Bankruptcy Rules of the United States Bankruptcy Court for

the Northern District of Texas directing joint administration of the chapter 11 cases of Stoli USA, Case No. 24-80146 and KO, Case No. 24-80147. **All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 24-80146.**

IV.
BASIS FOR RELIEF

9. Bankruptcy Rule 1015(b) provides, in pertinent part, that “[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates.” Fed. R. Bankr. P. 1015. The Debtors in these Chapter 11 Cases are “affiliates,” as that term is defined in section 101(2) of the Bankruptcy Code. Accordingly, the Bankruptcy Code and Bankruptcy Rules authorize the Court to grant the relief requested herein.

10. Further, Local Rule 1015-1 provides additional authority for the Court to order joint administration of these Chapter 11 Cases:

When a case is filed for or against a debtor related to a debtor with a case pending in the Bankruptcy Court, a party in interest may file a motion for joint administration in each case. Motions for joint administration will be assigned for determination to the bankruptcy judge presiding over the first related case filed in this district, regardless of the division in which the case is filed.

N.D. Tex. Bankr. L.R. 1015-1(a).

11. Joint administration is generally non-controversial, and courts in this district routinely order joint administration in cases with multiple related debtors. Given the integrated nature of the Debtors’ operations, joint administration of these Chapter 11 Cases will provide significant administrative convenience without harming the substantive rights of any party in interest. Many of the motions, hearings, and orders in these Chapter 11 Cases will affect each Debtor entity. The entry of an order directing joint administration of these Chapter 11 Cases will reduce fees and costs by avoiding duplicative filings and objections. Joint administration also will

allow the United States Trustee for the Northern District of Texas and all parties in interest to monitor these Chapter 11 Cases with greater ease and efficiency.

12. Moreover, joint administration will not adversely affect the Debtors' respective constituencies because this Motion seeks only administrative, not substantive, consolidation of the Debtors' estates. Parties in interest will not be harmed by the relief requested; instead, parties in interest will benefit from the cost reductions associated with the joint administration of these Chapter 11 Cases. Accordingly, the Debtors submit that the joint administration of these Chapter 11 Cases is in the best interests of their estates, their creditors, and all other parties in interest.

V. **NOTICE**

13. No trustee, examiner, or statutory creditors' committee has been appointed in these Chapter 11 Cases. This Motion has been provided to (i) the Office of the United States Trustee for the Northern District of Texas; (ii) the Debtors' secured lender and counsel to the Debtors' secured lender; (iii) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (iv) the Internal Revenue Service; and (v) all parties in interest who have formally appeared and requested notice. The Debtors respectfully submit that no further notice of this Motion is required.

14. The pleadings in these Chapter 11 Cases and supporting papers are available on the Debtors' website at <https://cases.stretto.com/Stoli> or on the Bankruptcy Court's website at <https://ecf.txnb.uscourts.gov/>. You can request any pleading you need from (i) the proposed noticing agent at: Stretto, 410 Exchange, Suite 100, Irvine, CA 92602, 855-469-2598 (toll-free), (TeamStoli@stretto.com) or (ii) proposed counsel for the Debtors at: Foley & Lardner LLP, c/o Stephen A. Jones, 2021 McKinney Avenue, Suite 1600, Dallas, Texas 75201 (sajones@foley.com).

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

DATED: November 27, 2024

Respectfully submitted by:

/s/ Holland N. O'Neil

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AND DEBTORS IN POSSESSION**

CERTIFICATE OF SERVICE

I hereby certify that on November 27, 2024, a true and correct copy of the foregoing document was served electronically by the Court's PACER system.

/s/ Stephen A. Jones

Stephen A. Jones